HOWARD & HOWARD ATTORNEYS, P.C.
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Bloomfield Hills, MI 48304-5151
(248) 723-0396
Jeffrey A. Sadowski (P28163)
Lisa S. Gretchko (P29881)

Intellectual Property Counsel for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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                                   :

      In re   :   Chapter 11
                                     :

   DELPHI CORPORATION, et al.,   :   Case No. 05-44481 (RDD)
                                     :

                       Debtors.   :   (Jointly Administered)
                                     :

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ORDER GRANTING FIFTH INTERIM FEE APPLICATION OF HOWARD & HOWARD ATTORNEYS, P.C., FOR ALLOWANCE OF INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES

WHEREAS, upon consideration of the Sixth Interim Application of Howard & Howard

Attorneys, P.C. For Allowance of Compensation For Services Rendered and Reimbursement of

Expenses (the "Howard & Howard Application"), incurred from the period commencing June 1,

2007 and ending September 30, 2007 (the "Compensation Period"), related to services provided

to the Debtors; and a hearing having been held before the Court on February 26, 2007, at 10:00

a.m., to consider the Howard & Howard Application; and notice having been given pursuant to

Fed. R. Bankr. P. 2002(a)(6) and (c)(2); and due consideration having been given to any

responses thereto; and sufficient cause having been shown therefore, it is hereby

    ORDERED that the Howard & Howard Application is granted as set forth in

Schedule "A" and this Court approves interim compensation for professional services rendered

#319773-v1

EXHIBIT E

in the amount of $132,259.50, and interim reimbursement for actual and necessary expenses in

the amount of $11,291.92 for a total award of fees and expenses on said fee application in the

amount of $143,551.42.

ORDERED that the Debtors are authorized and directed to immediately pay to

Howard & Howard, without any holdback, $143,551.42 on its Sixth Interim Fee Application,

consisting of fees in the amount of $132,259.50 and expenses in the amount of $11,291.92, or, if

applicable, the difference between the amount allowed hereunder and the amounts, if any,

previously paid to Howard & Howard pursuant to that certain Order Under 11 U.S.C. § 331

Establishing Procedures for Interim Compensation and Reimbursement of Expenses of

Professionals dated November 4, 2005 and Fourth Supplemental Order Under 11 U.S.C. § 331

Establishing Procedures for Interim Compensation and Reimbursement of Expenses of

Professionals dated July 12, 2006.

Dated: New York, New York
            _____, 2007

                                          _____
                                          UNITED STATES BANKRUPTCY JUDGE

#319773-v1

Case No.:   05-44481 (RDD)

Case Name: In re Delphi Corporation, *et al.*

CURRENT FEE PERIOD: June 1, 2007 through September 30, 2007

Applicant	Date/Document No. of Application	Fees Requested	Fees Awarded	Expenses Requested	Expenses Awarded
Howard & Howard Attorneys, P.C.	11/27/07	$132,259.50		$11,291.92	

SCHEDULE A(1)   DATE:_____   INITIALS:_____ (USBJ)

#319773-v1

Case No.:   05-44481 (RDD)
Case Name: In re Delphi Corporation, *et al.*

SUMMARY

All Fee Periods (First, Second, Third, Fourth, Fifth and Sixth Interim Fee Applications)

Applicant	Total Fees Requested*	Fees Awarded To Date	Total Expenses Requested**	Expenses Awarded To Date
Howard & Howard Attorneys, P.C.	$953,673.50	$810,454.00	$86,517.55	$75,225.55

SCHEDULE A(2)   DATE:_____   INITIALS:_____ (USBJ)

*   Breakdown of Total Fees Requested

First Interim Application:	$ 98,553.00
Second Interim Application:	197,421.00
Third Interim Application:	186,833.00
Fourth Interim Application:	168,238.00
Fifth Interim Application:	170,369.00
Current (Sixth) Interim Application:	132,259.50
	$ 953,673.50

**   Breakdown of Total Expenses Requested

First Interim Application:	$ 19,710.70
Second Interim Application:	10,006.89
Third Interim Application:	10,247.53
Fourth Interim Application:	15,127.28
Fifth Interim Application:	20,133.23
Current (Sixth) Interim Application:	11,291.92
	$ 86,517.55

#319773-v1